

L01000003237

GRAHAM, BUILDER, JONES, PRATT & MARKS, LLP
ATTORNEYS AT LAW

J. LINDSAY BUILDER, JR.
SCOTT D. CLARK
DOUGLAS K. GARTENLAUB
JESSE E. GRAHAM
JESSE E. GRAHAM, JR.
VALERIE JAHN GRANDIN
JESSICA K. HEW
FREDERICK W. JONES
JEFFREY L. KAPLAN
HOWARD S. MARKS
SAMUEL M. NELSON
JAMES R. PRATT
GEOFFREY D. WITHERS

MAILING ADDRESS:
P.O. DRAWER 1690
WINTER PARK, FL 32790-1690

DELIVERY ADDRESS:
369 N. NEW YORK AVENUE
WINTER PARK, FL 32789

TELEPHONE (407)647-4455
FACSIMILE (407)740-7063

oBOARD CERTIFIED (CIVIL LITIGATION)
oBOARD CERTIFIED (BUSINESS LITIGATION)

E-MAIL: axanders@grahambuilder.com

February 27, 2001
VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Edgewood Isle, LLC
Our File No.: 5706-3

400003789544--4
-02/28/01-01057-003
***160.00 ***160.00

Dear Sir or Madam:

In reference to the above-captioned matter, enclosed please find an original Articles of Organization of Edgewood Isle, LLC, which we enclosed with our client's check in the amount of \$160.00, representing the following charges:

- a. required filing fee (\$125.00)
- b. Certificate of Status (\$5.00)
- c. Certified Copy of Record (\$30.00)

Please do not hesitate to call me if you have any questions concerning this or require anything further. Please forward the Certificate and Certified Copy to my attention at the above address. Thank you for your assistance in this matter.

Very truly yours,

Amy Xanders
Amy Xanders
Legal Assistant

L01-3237

Enclosures

**ARTICLES OF ORGANIZATION
OF
EDGEWOOD ISLE, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, *Florida Statutes*, and hereby authorized to execute and file these Articles, do hereby certify as follows:

**ARTICLE I
NAME**

The name of the limited liability company is EDGEWOOD ISLE, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is: 9407 Oakmore Road, Los Angeles, California 90035.

**ARTICLE III
MEMBER - MANAGED COMPANY**

The limited liability company shall be a member - managed company. The names and addresses of the members are:

SAM MARK and RIVKI D. MARK,
husband and wife as Joint Tenants

9407 Oakmore Road
Los Angeles, California 90035

JACK SLOMOVIC and RENA
SLOMOVIC, as Trustees of the
Jack and Rena Slomovic
Revocable Living Trust

506 N. Rexford
Beverly Hills, California 90210

**ARTICLE IV
LIMITED AUTHORITY OF MEMBERS**

Except as expressly provided in the limited liability company Operating Agreement, no member shall have authority to take on or engage in any action, in its capacity as a member, to bind the limited liability company in any manner.

FILED
01 FEB 28 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V OFFICERS

The limited liability company shall designate a President with authority as set forth in the Operating Agreement. The name and address of the President is:

SAM MARK

9407 Oakmore Road
Los Angeles, California 90035

ARTICLE VI OPERATING AGREEMENT

The management and affairs of the limited liability company will be conducted in accordance with a written Operating Agreement signed by all members, as the same may from time to time be amended in accordance with the terms thereof.

ARTICLE VII PURPOSE

The limited liability company is organized as a single purpose entity:

A. To acquire, own and operate the land and improvements thereon generally known as the EDGEWOOD ISLE SHOPPING CENTER located at 5601 S. Orange Avenue, City of Edgewood, Orange County, Florida (the "Premises").

B. To hold, lease, deal with, preserve, protect, insure, mortgage, pledge, grant a security interest in, develop, improve, renovate, expand, maintain, sell and convey the Premises or any part or portion thereof, necessary for the ownership and operation of the Premises and subject to the indebtedness to COLUMN FINANCIAL, INC. and the mortgage securing such indebtedness, and otherwise engage in any lawful activity or business in conjunction therewith.

C. To enter into contracts, easements, agreements, licenses and leases concerning the Premises, or any portion thereof, and the operation and management thereof, or any portion thereof, to include without limitation contracts for sale and purchase, management contracts, employment contracts, rental contracts, service contracts, utility service contracts, construction contracts and the like.

D. To otherwise exercise all the rights, powers and privileges of ownership of the Premises allowed or provided by law.

FILED
FEB 28 PM 5:00
CLERK OF STATE
TAMARA L. LINDA

E. To contract for, purchase, own, rent and/or hold any personal property associated, used with or concerning the Premises or the ownership and operation thereof as the limited liability company may require or determine or as otherwise permitted by law.

F. To conduct business in, and have one or more offices in, the State of Florida and in all other states and countries.

G. To not incur liabilities except those incurred in the ordinary course of business related to the ownership and operation of the Premises.

H. To purchase, rent, own, maintain, use and operate any tools, equipment, software, appliances, supplies, fixtures, or other articles or things whatsoever associated with the ownership or operation of the Premises, and to lease, let, hire, buy, sell, trade, exchange and deal with any of the foregoing in any manner whatsoever.

I. To have one or more offices and keep such books of the company outside of the State of Florida as are not required by law to be kept within this State.

J. To do all and everything necessary and proper for the accomplishment of the purposes enumerated in these Articles of Organization or any amendments thereto, to necessary or incidental to the protection and benefit of this limited liability company and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of this limited liability company, whether or not such business is similar to the nature of the purposes set forth to the same extent as a natural person might or could do.

K. None of the purposes and power hereinabove specified and clauses and paragraphs contained in this Article, shall in any way be limited or restricted by reference to or inference from the terms of any other purposes, powers, clauses or paragraphs of this Article or any other Article in this these Articles, but the purposes and powers specified in each paragraph and clause in this Article shall be regarded as independent purposes and powers. The foregoing clauses shall be construed both as purposes and powers, and it is expressly provided that the foregoing enumeration of specific powers shall not be held to restrict or limit in any manner the powers of this limited liability company as may be provided by law or otherwise.

ARTICLE VIII INITIAL REGISTERED OFFICE AND AGENT

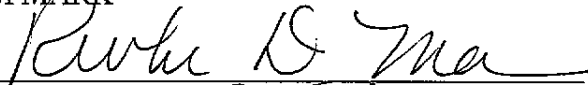
The street address of the initial registered office of the limited liability company is 369 N. New York Avenue, 3rd Floor, Winter Park, Florida 32789, and the name of the initial registered agent of the limited liability company at that address is GEOFFREY D. WITHERS.

FILED
2011 FEB 28 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have hereunto subscribed our names this 27th day of February, 2001.



SAM MARK



RIVKI D. MARK



JACK SLOMOVIC, as Trustee of the Jack and
Rena Slomovic Revocable Living Trust



RENA SLOMOVIC, as Trustee of the Jack and
Rena Slomovic Revocable Living Trust

FILED

01 FEB 28 PM 5:00

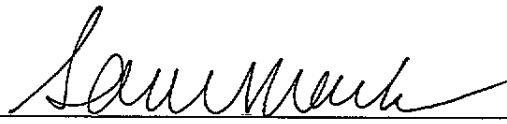
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

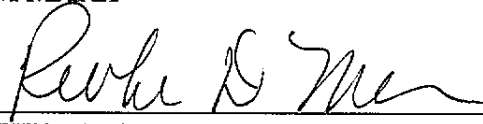
Pursuant to the provisions of Section 608.415, *Florida Statutes*, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the limited liability company is: EDGEWOOD ISLE, LLC.
2. The name and the Florida street address of the registered agent and office are:

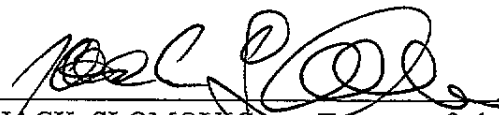
GEOFFREY D. WITHERS
369 N. New York Avenue, 3rd Floor
Winter Park, Florida 32789




SAM MARK



RIVKI D. MARK



JACK SLOMOVIC, as Trustee of the Jack and
Rena Slomovic Revocable Living Trust



RENA SLOMOVIC, as Trustee of the Jack and
Rena Slomovic Revocable Living Trust

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



GEOFFREY D. WITHERS

Dated this 27th day of February, 2001.

FILED
FEB 29 PM 5:00
CLERK OF STATE
TALLAHASSEE, FLORIDA